

**UNITED STATES BANKRUPTCY COURT**  
**For the** \_\_\_\_\_ **District Of** \_\_\_\_\_ **Arizona**

In re: **First Magnus Financial Corporation**  
**Debtor(s)**

Case No.: **04-07-bk-01578-JMM**

Chapter No.: \_\_\_\_\_

## SUMMARY OF SCHEDULES

Indicate as to each schedule whether that schedule is attached and state the number of pages in each. Report the totals from Schedules A, B, D, E, F, I, and J in the boxes provided. Add the amounts from Schedules A and B to determine the total amount of the debtor's assets. Add the amounts of all claims from Schedules D, E, and F to determine the total amount of the debtor's liabilities. Individual debtors also must complete the "Statistical Summary of Certain Liabilities and Related Data" if they file a case under chapter 7, 11, or 13.

NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	YES	3	\$8,396,000.00		
B - Personal Property	YES	522	\$1,861,301,639.00		
C - Property Claimed as Exempt	NO	0			
D - Creditors Holding Secured Claims	YES	3		\$1,572,205,025.00	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	YES	92		\$12,442,376.00	
F - Creditors Holding Unsecured Nonpriority Claims	YES	91		\$67,411,209.00	
G - Executory Contracts and Unexpired Leases	YES	729			
H - Codebtors	YES	1			
I - Current Income of Individual Debtor(s)	NO	0			\$0.00
J - Current Expenditures of Individual Debtor(s)	NO	0			\$0.00
<b>TOTAL</b>		1441	\$1,869,697,639.00	\$1,652,058,610.00	\$0.00

In re: **First Magnus Financial Corporation**  
Debtor(s)Case No.: **04-07-bk-01578-JMM**  
(If known)**SCHEDULE A - REAL PROPERTY**

Except as directed below, list all real property in which the debtor has any legal, equitable, or future interest, including all property owned as a cotenant, community property, or in which the debtor has a life estate. Include any property in which the debtor holds rights and powers exercisable for the debtor's own benefit. If the debtor is married, state whether husband, wife, or both own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor holds no interest in real property, write "None" under "Description and Location of Property."

**Do not include interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.**

If an entity claims to have a lien or hold a secured interest in any property, state the amount of the secured claim. See Schedule D. If no entity claims to hold a secured interest in the property, write "None" in the column labeled "Amount of Secured Claim."

If the debtor is an individual or if a joint petition is filed, state the amount of any exemption claimed in the property only in Schedule C - Property Claimed as Exempt.

DESCRIPTION AND LOCATION OF PROPERTY	NATURE OF DEBTOR'S INTEREST IN PROPERTY	HUSBAND, WIFE, JOINT, OR COMMUNITY	CURRENT MARKET VALUE OF DEBTOR'S INTEREST IN PROPERTY WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION	AMOUNT OF SECURED CLAIM
Vacant land located at the SW Corner of Calle La Paz and Kolb Road in Tucson, Pima County, Arizona	100% owned interest - value based on August 18, 2005 appraisal		\$ 930,000.00	\$ -
Various real estate owned as a result of foreclosed mortgage loans - See Schedule A Exhibit			\$ 7,466,000.00	\$ -
Total ►			\$ 8,396,000.00	

(Report also on Summary of Schedules)

Total Number of Sheets: 1

In re: **First Magnus Financial Corporation**  
Debtor(s)Case No. **04-07-bk-01578-JMM**  
(If known)**SCHEDULE B - PERSONAL PROPERTY**

Except as directed below, list all personal property of the debtor of whatever kind. If the debtor has no property in one or more of the categories, place an "X" in the appropriate position in the column labeled "None." If additional space is needed in any category, attach a separate sheet properly identified with the case name, case number and the number of the category. If the debtor is married, state whether husband, wife, or both own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor is an individual or a joint petition is filed, state the amount of any exemptions claimed only in Schedule C - Property Claimed as Exempt.

**Do not list interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.**

If the property is being held for the debtor by someone else, state that person's name and address under "Description and Location of Property." In providing the information requested in this schedule, do not include the name or address of a minor child. Simply state "a minor child."

<input type="checkbox"/> TYPE OF PROPERTY	NONE	DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT, OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
1. Cash on hand.	X			\$ -
2. Checking, savings, or other financial accounts, certificates of deposit, or shares in banks, savings and loan, thrift, building and loan, and homestead associations, or credit unions, brokerage houses, or cooperatives.		Various depository accounts held at financial institutions Balance as of filing date		\$ 3,800,000.00
3. Security deposits with public utilities, telephone companies, landlords, and others.		Deposits held with lessors for satellite office locations Balance as of June 30, 2007		\$ 1,125,229.00
4. Household goods and furnishings, including audio, video, and computer equipment.	X			\$ -
5. Books, pictures and other art objects; antiques; stamp, coin, record, tape, compact disc, and other collections or collectibles.		Various artwork located at corporate office and satellite locations		Unknown
6. Wearing apparel.	X			\$ -
7. Furs and jewelry.	X			\$ -
8. Firearms and sports, photographic, and other hobby equipment.	X			\$ -

In re: First Magnus Financial Corporation  
Debtor(s)

Case No.

04-07-bk-01578-JMM  
(If known)**SCHEDULE B - PERSONAL PROPERTY**

(Continuation Sheet)

TYPE OF PROPERTY	NONE	DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT, OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.	X			\$ -
10. Annuities. Itemize and name each issuer.	X			\$ -
11. Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. § 529(b)(1). Give particulars. (File separately the record(s) of any such interest(s). 11 U.S.C. § 521(c); Rule 1007(b)).	X			\$ -
12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.	X			\$ -
13. Stock and interests in incorpo- rated and unincorporated businesses. Itemize.	X			\$ -
14. Interests in partnerships or joint ventures. Itemize.		Investments in subsidiaries and joint ventures Balance as of June 30, 2007		\$ 3,208,130.00
15. Government and corporate bonds and other negotiable and non-negotiable instruments.	X			\$ -
16. Accounts receivable.		Principal balance of mortgage loans receivable from borrowers, at petition date Principal balance of loans owned by debtor, at petition date. See Exhibit B Attached. Interest/ fees receivable on loans, June 30, 2007  Receivable from related party - Magnus Corp Receivable due from other related entities Balances as of June 30, 2007		\$ 1,684,160,339.00 \$ 40,942,674.00 \$ 90,859,044.00  \$ 998,287.00 \$ 212,479.00
17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.	X			\$ -

In re: First Magnus Financial Corporation  
Debtor(s)

Case No.

04-07-bk-01578-JMM  
(If known)**SCHEDULE B - PERSONAL PROPERTY**

(Continuation Sheet)

TYPE OF PROPERTY	NONE	DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT, OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
18. Other liquidated debts owed to debtor including tax refunds. Give particulars.	X			\$ -
19. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A - Real Property.	X			\$ -
20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.		Investment in Deferred Compensation Rabbi Trust, as of June 30, 2007		\$ 643,508.00
21. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each.		Derivative asset - hedges on interests in locks and forward sales contracts, as of December 31, 2006		\$ 2,491,739.00
22. Patents, copyrights, and other intellectual property. Give particulars.	X			\$ -
23. Licenses, franchises, and other general intangibles. Give particulars.		Naming rights to theatre, as of June 30, 2007		\$ 596,000.00
24. Customer lists or other compilations containing personally identifiable information as defined in 11 U.S.C. § 101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes.		In the normal course of business, debtor maintains numerous borrower and applicant lists.		Unknown
25. Automobiles, trucks, trailers, and other vehicles and accessories.	X			\$ -
26. Boats, motors, and accessories.	X			\$ -

In re: First Magnus Financial Corporation  
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Case No.

04-07-bk-01578-JMM

(If known)

**SCHEDULE B - PERSONAL PROPERTY**

(Continuation Sheet)

TYPE OF PROPERTY	NONE	DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT, OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
27. Aircraft and accessories.	X			\$ -
28. Office equipment, furnishings, and supplies.		Net book value of various furniture and fixtures, as of June 30, 2007 See attached schedule with cost - Exhibit B  Internally developed Loan Tracker Software, fair market value unknown		\$ 27,667,539.00  \$ -
29. Machinery, fixtures, equipment, and supplies used in business.	X			\$ -
30. Inventory.	X			\$ -
31. Animals.	X			\$ -
32. Crops - growing or harvested. Give particulars.	X			\$ -
33. Farming equipment and implements.	X			\$ -
34. Farm supplies, chemicals, and feed.	X			\$ -
35. Other personal property of any kind not already listed. Itemize.		Other miscellaneous receivables and prepaid expenses, as of June 30, 2007		\$ 4,596,671.00
0 continuation sheets attached				<b>Total ▶</b> \$ 1,861,301,639.00

**NOTE:** Debtor's internal books were closed through  
June 30, 2007. Amounts shown are based on the most  
recent reconciliations available and are unaudited.

(Include amounts from any continuation sheets attached. Report total also  
on Summary of Schedules.)

In re: **First Magnus Financial Corporation**  
Debtor(s)Case No. **04-07-bk-01578-JMM**  
(If known)**SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS**

State the name, mailing address, including zip code and last four digits of any account number of all entities holding claims secured by property of the debtor as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. List creditors holding all types of secured interests such as judgment liens, garnishments, statutory liens, mortgages, deeds of trust, and other security interests.

List creditors in alphabetical order to the extent practicable. If a minor child is a creditor, indicate that by stating "a minor child" and do not disclose the child's name. See 11 U.S.C. § 112. If "a minor child" is stated, also include the name, address and legal relationship to the minor child of a person described in Fed. R. Bankr. P. 1007(m). If all secured creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Total the columns labeled "Amount of Claim Without Deducting Value of Collateral" and "Unsecured Portion, if Any" in the boxes labeled "Total(s)" on the last sheet of the completed schedule. Report the total from the column labeled "Amount of Claim Without Deducting Value of Collateral" also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report the total from the column labeled "Unsecured Portion, if Any" on the Statistical Summary of Certain Liabilities and Related Data.

☐ Check this box if debtor has no creditors holding secured claims to report on this schedule D.

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND AN ACCOUNT NUMBER (See Instructions Above.)	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
ACCOUNT NO. Various			Warehouse mortgage loans incurred on various dates				\$ 197,753,315.00	\$ -
UBS Real Estate Securities, Inc.			VALUE Unknown					
ACCOUNT NO. Various			Warehouse mortgage loans incurred on various dates				\$ 42,313,002.00	\$ -
Merrill Lynch Bank USA			VALUE Unknown					
ACCOUNT NO. Various			Warehouse mortgage loans incurred on various dates				\$ 192,316,475.00	\$ -
Washington Mutual Bank - Syndicated Repurchase Line (Includes permanent and construction loans)			VALUE Unknown					
<b>Subtotal ►</b> (Total of this page)							\$ 432,382,792.00	\$ -
<b>Total ►</b> (Use only on last page)							\$	\$

1 continuation sheets attached

(Report also on Summary of Schedules)

(If applicable, report also on Statistical Summary of Certain Liabilities and Related Data)

In re: **First Magnus Financial Corporation**  
Debtor(s)Case No. **04-07-bk-01578-JMM**  
(If known)**SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND AN ACCOUNT NUMBER (See Instructions Above.)	CODEBATOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
ACCOUNT NO. Various		Warehouse mortgage loans incurred on various dates				\$ 53,786,749.00	\$ -
Washington Mutual Bank - Flex Line		VALUE Unknown					
ACCOUNT NO. Various		Warehouse mortgage loans incurred on various dates				\$ 1,030,696,041.00	\$ -
Washington Mutual Bank - Commercial Paper Conduit (Includes permanent and construction loans)		VALUE Unknown					
ACCOUNT NO. Various		Warehouse mortgage loans incurred on various dates				\$ 45,215,383.00	\$ -
Countrywide Warehouse Lending and Countrywide Home Loans, Inc.		VALUE Unknown					
ACCOUNT NO. 1000130398		Lien on various furniture, fixtures and equipment				\$ 2,878,921.00	\$ -
Chase Equipment Leasing Inc. 1111 Polaris Pkwy, Ste 3A Columbus, OH 43240		VALUE Unknown					
ACCOUNT NO. 1000115137		Lien on Hawker 125-700A Aircraft owned by Parent Company of Debtor, First Magnus Capital, Inc.				\$ 1,545,139.00	\$ -
Chase Equipment Leasing Inc. 1111 Polaris Pkwy, Ste 3A Columbus, OH 43240		VALUE Unknown					
ACCOUNT NO. 702869994		Lien on various furniture, fixtures and equipment				\$ 3,000,000.00	\$ -
JP Morgan Chase Bank P.O. Box 974675 Dallas, TX 75397		VALUE Unknown					
ACCOUNT NO.		Lien on various cash construction loans with current outstanding draws				\$ 2,700,000.00	
First Magnus Equity XI, LLC		VALUE Unknown					
<b>Subtotal(s) ▶</b> (Total(s) of this page)						\$ 1,139,822,233.00	\$ -
<b>Total(s) ▶</b> (Use only on last page)						\$ 1,572,205,025.00	\$ -

Sheet no. 2 of 2  
sheets attached to Schedule of Creditors  
Holding Secured Claims(Report total also on  
Summary of Schedules)(If applicable, report also  
on Statistical Summary of  
Certain Liabilities and  
Related Data)

NOTE: See Additional Detail of secured claims in Exhibit D attached



In re: **First Magnus Financial Corporation**  
Debtor(s)

Case No. **04-07-bk-01578-JMM**  
(If known)

## SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

A complete list of claims entitled to priority, listed separately by type of priority, is to be set forth on the sheets provided. Only holders of unsecured claims entitled to priority should be listed in this schedule. In the boxes provided on the attached sheets, state the name, mailing address, including zip code, and last four digits of the account number, if any, of all entities holding priority claims against the debtor or the property of the debtor, as of the date of the filing of the petition. Use a separate continuation sheet for each type of priority and label each with the type of priority.

The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, indicate that by stating "a minor child" and do not disclose the child's name. See 11 U.S.C. § 112. If "a minor child" is stated, also include the name, address and legal relationship to the minor child of a person described in Fed. R. Bankr. P. 1007(m).

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H-Codebtors. If a joint petition is filed, state whether husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of claims listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all claims listed on this Schedule E in the box labeled "Total" on the last sheet of the completed schedule. Repeat this total also on the Summary of Schedules.

Report the total amounts entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts who file a case under chapter 7 or 13 report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Report the total of amounts not entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts not entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts who file a case under chapter 7 report this total on the Statistical Summary of Certain Liabilities and Related Data.

☐ Check this box if debtor has no creditors holding unsecured priority claims to report on this Schedule E.

**TYPES OF PRIORITY CLAIMS** (Check the appropriate box(es) below if claims in that category are listed on the attached sheets)

☐ **Domestic Support Obligations**

Claims for domestic support that are owed to or recoverable by a spouse, former spouse, or child of the debtor, or the parent, legal guardian, or responsible relative of such a child, or a governmental unit to whom such a domestic support claim has been assigned to the extent provided in 11 U.S.C. § 507(a)(1).

☐ **Extensions of credit in an involuntary case**

Claims arising in the ordinary course of the debtor's business or financial affairs after the commencement of the case but before the earlier of the appointment of a trustee or the order for relief. 11 U.S.C. § 507(a)(3).

☒ **Wages, salaries, and commissions**

Wages, salaries, and commissions, including vacation, severance, and sick leave pay owing to employees and commissions owing to qualifying independent sales representatives up to \$10,950\* per person earned within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(4).

☒ **Contributions to employee benefit plans**

Money owed to employee benefit plans for services rendered within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(5).

In re: **First Magnus Financial Corporation**  
Debtor(s)

Case No. **04-07-bk-01578-JMM**  
(If known)

☐ **Certain farmers and fishermen**

Claims of certain farmers and fishermen, up to \$5,400\* per farmer or fisherman, against the debtor, as provided in 11 U.S.C. § 507(a)(6).

☐ **Deposits by individuals**

Claims of individuals up to \$2,425\* for deposits for the purchase, lease, or rental of property or services for personal, family, or household use, that were not delivered or provided. 11 U.S.C. § 507(a)(7).

☒ **Taxes and Certain Other Debts Owed to Governmental Units**

Taxes, customs duties, and penalties owing to federal, state, and local governmental units as set forth in 11 U.S.C. § 507(a)(8).

☐ **Commitments to Maintain Capital of an Insured Depository Institution**

Claims based on commitments to the FDIC, RTC, Director of the Office of Thrift Supervision, Comptroller of the Currency, or Board of Governors of the Federal Reserve System, or their predecessors or successors, to maintain the capital of an insured depository institution. 11 U.S.C. § 507(a)(9).

☐ **Claims for Death or Personal Injury While Debtor Was Intoxicated**

Claims for death or personal injury resulting from the operation of a motor vehicle or vessel while the debtor was intoxicated from using alcohol, a drug, or another substance. 11 U.S.C. § 507(a)(10).

\*Amounts are subject to adjustment on April 1, 2010, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

1 continuation sheets attached

In re: **First Magnus Financial Corporation**  
Debtor(s)Case No. **04-07-bk-01578-JMM**  
(If known)**SCHEDULE E - CREDITORS HOLDING UNSECURED CLAIMS**

(Continuation Sheet)

Type of Priority

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See Instructions Above.)	CODEBATOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
ACCOUNT NO. Employee Pay								
See Exhibit E for employee wage liabilities		Approximate amounts. Additional compensation calculations to be performed at later date.				\$ 12,322,783	\$ 11,324,106	\$ 998,677
Approximate amount of uncashed payroll checks voided as of the petition date		Prior to August 1, 2007				300,000	210,000	90,000
ACCOUNT NO.						\$ 903,063.00	\$ 903,063.00	\$ -
Employee benefit claims payable to Principal Insurance Company		Claims processed prior to the petition date.						
ACCOUNT NO.						\$ 5,207.00	\$ 5,207.00	\$ -
Property taxes due to Pima County Treasurer for vacant land		2006 tax year						
ACCOUNT NO.								
<b>Subtotals ►</b> (Total(s) of this page)						\$ 13,531,053.00	\$ 12,442,376.00	\$ 1,088,677.00
<b>Total ►</b>						\$ 13,531,053.00		
<b>Total ►</b> (Use only on last page of the completed Schedule E. Report also on the Statistical Summary of Certain Liabilities and Related Data.)							\$ 12,442,376.00	\$ 1,088,677.00

Sheet no. 2 of 2  
sheets attached to Schedule of Creditors  
Holding Unsecured Priority Claims

In re: First Magnus Financial Corporation  
Debtor(s)Case No. 04-07-bk-01578-JMM  
(If known)**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

State the name, mailing address, including zip code, and last four digits of any account number, of all entities holding unsecured claims without priority against the debtor or the property of the debtor, as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, indicate that by stating "a minor child" and do not disclose the child's name. See 11 U.S.C. § 112. If "a minor child" is stated, also include the name, address, and legal relationship to the minor child of a person described in Fed. R. Bankr. P. 1007(m). Do not include claims listed in Schedules D and E. If all creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of all claims listed on this schedule in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts filing a case under chapter 7, report this total also on the Statistical Summary of Certain Liabilities and Related Data.

☐ Check this box if debtor has no creditors holding unsecured claims to report on this schedule F.

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
Account No.						\$ 18,118,018.00
See Schedule F Exhibit for Accounts Payable List		Various prior to petition date Balance as of petition date				
Account No. Various						\$ 901,987.00
American Express credit card statements		Various prior to petition date Balance as of petition date				
Account No.						\$ 199,537.00
Employee health insurance plan administrative fee		August 2007 Balance as of petition date				
Account No.						\$ 24,586,803.00
Balance due to Parent Company, First Magnus Capital, Inc.		Various Balance as of June 30, 2007				
Account No.						\$ 2,516,187.00
National Bank of Arizona, less setoff amounts		Balance as of petition date				
Account No.						\$ 20,000,000.00
Subordinated Note Payable due to Thomas W. Sullivan, Sr. Revocable Trust		Balance as of June 30, 2007				
0 continuation sheets attached						<b>Subtotal ►</b> \$ 66,322,532.00
(Use only on last page of the completed Schedule F; (Report also on Summary of Schedules and, if applicable, on the Statistical Summary of Certain Liabilities and Related Data.)						<b>Total ►</b> \$ 66,322,532.00

In re: First Magnus Financial Corporation  
Debtor(s)

Case No. 04-07-bk-01578-JMM  
(If known)

## SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

Describe all executory contracts of any nature and all unexpired leases of real or personal property. Include any timeshare interests. State nature of debtor's interest in contract, *i.e.*, "Purchaser," "Agent," *etc.* State whether debtor is the lessor or lessee of a lease. Provide the names and complete mailing addresses of all other parties to each lease or contract described. If a minor child is a party to one of the leases or contracts, indicate that by stating "a minor child" and do not disclose the child's name. See 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

☐ Check this box if debtor has no executory contracts or unexpired leases.

NAME AND MAILING ADDRESS, INCLUDING ZIP CODE, OF OTHER PARTIES TO LEASE OR CONTRACT.	DESCRIPTION OF CONTRACT OR LEASE AND NATURE OF DEBTOR'S INTEREST. STATE WHETHER LEASE IS FOR NONRESIDENTIAL REAL PROPERTY. STATE CONTRACT NUMBER OF ANY GOVERNMENT CONTRACT.
See Exhibit G attached for leases and executory contracts	

In re: **First Magnus Financial Corporation**  
Debtor(s)

Case No. **04-07-bk-01578-JMM**  
(If known)

## SCHEDULE H - CODEBTORS

Provide the information requested concerning any person or entity, other than a spouse in a joint case, that is also liable on any debts listed by debtor in the schedules of creditors. Include all guarantors and co-signers. If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within the eight-year period immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state, commonwealth, or territory. Include all names used by the nondebtor spouse during the eight years immediately preceding the commencement of this case. If a minor child is a codebtor or a creditor, indicate that by stating "a minor child" and do not disclose the child's name. See 11 U.S.C. § 112; Fed. Bankr. P. 1007(m).



Check this box if debtor has no codebtors.

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR

In re: First Magnus Financial Corporation  
Debtor(s)

Case No. 04-07-bk-01578-JMM  
(If known)

## DECLARATION CONCERNING DEBTOR'S SCHEDULES

### DECLARATION UNDER PENALTY OF PERJURY BY INDIVIDUAL DEBTOR

I declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of \_\_\_\_\_ sheets (*total shown on summary page plus 2*), and that they are true and correct to the best of my knowledge, information, and belief.

Date: \_\_\_\_\_

Signature: \_\_\_\_\_  
Debtor

Date: \_\_\_\_\_

Signature: \_\_\_\_\_  
Joint Debtor (if any)  
(If joint case, both spouses must sign.)

### DECLARATION AND SIGNATURE OF NON-ATTORNEY BANKRUPTCY PETITION PREPARER (See 11 U.S.C. § 110)

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required by that section.

Printed or Typed Name and Title, if any,  
of Bankruptcy Petition Preparer

Social Security No.  
(Required by 11 U.S.C. § 110.)

*If the bankruptcy petition preparer is not an individual, state the name, title (if any), address, and social security number of the officer, principal, responsible person, or partner who signs this document.*

\_\_\_\_\_  
\_\_\_\_\_  
Address

X

Signature of Bankruptcy Petition Preparer

Date

Names and Social Security numbers of all other individuals who have prepared or assisted in preparing this document, unless the bankruptcy petition preparer is not an individual:

*If more than one person prepared this document, attach additional signed sheets conforming to the appropriate Official Form for each person.*

*A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 110, 18 U.S.C. § 156.*

### DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF A CORPORATION OR PARTNERSHIP

I, the controller [the president or other officer or an authorized agent of the corporation or a member or an authorized agent of the partnership] of the corporation [corporation or partnership] named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of 142 sheets (*total shown on summary page plus 1*), and that they are true and correct to the best of my knowledge, information, and belief.

Date: 9/14/07

Signature: \_\_\_\_\_

JASJIT S. CHOPRA, CONTROLLER  
[Print or type name of individual signing on behalf of debtor]

*[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]*

*Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both. 18 U.S.C. §§ 152 and 3571.*